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Attorneys for Plaintiff and Counterdefendant
Monterey Gourmet Foods, Inc.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

MONTEREY GOURMET FOODS,
INC., a Delaware corporation,

VS

WINDSOR QUALITY FOOD
COMPANY LTD., a Texas Limited
Partnership; and DOES 1 through 20,
inclusive.

Defendants.

No. C08-01316 (JCS)

Case assigned for all purposes to
Hon. Joseph C. Spero

**STIPULATION AND REQUEST FOR
DISMISSAL WITH PREJUDICE;
[PROPOSED] ORDER**

AND RELATED COUNTERCLAIM

It is hereby stipulated and agreed by and between the affected parties, by and through their respective counsel, that the above-entitled action (including all claims and counterclaims) shall be dismissed in its entirety as to all parties, with prejudice, each party bearing their own attorney's fees and costs. Accordingly, the parties jointly request entry of an order dismissing the entire case (including all claims and counterclaims) as to all parties, with prejudice.

THE FOREGOING IS SO STIPULATED.

1 Dated: August 7, 2008

2 SHAPIRO BUCHMAN PROVINE & PATTON LLP

3 By: /s/ John H. Patton

4 John H. Patton
5 Attorneys for Plaintiff and Counterdefendant
6 Monterey Gourmet Foods, Inc.

7 Dated: August 7, 2008

8 McAFFEE & TAFT

9 By: /s/ Robert W. Dace

10 Robert W. Dace
11 Lead Attorney for Defendant and Counterclaimant
12 Windsor Quality Food Company Ltd.

ATTESTATION OF ELECTRONIC FILING

13 As the attorney for Plaintiff and Counterdefendant e-filing this document, I hereby
14 attest that Robert W. Dace concurred in this filing.

15 Dated: August 7, 2008

16 SHAPIRO BUCHMAN PROVINE & PATTON LLP

17 /s/ John H. Patton

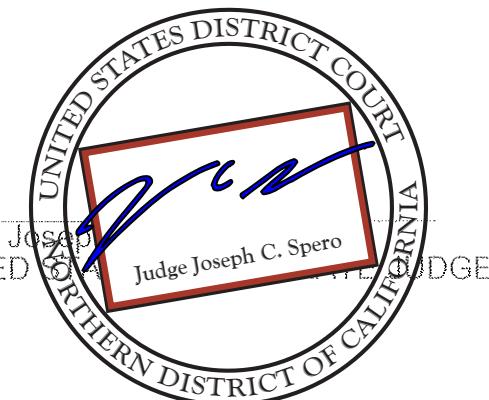
18 John H. Patton
19 Attorneys for Plaintiff and Counterdefendant
20 Monterey Gourmet Foods, Inc.

21 PURSUANT TO THE ABOVE STIPULATION, IT IS SO ORDERED

22 Dated: August 8, 2008

23 By: _____

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